

**EXHIBIT B**  
**SWIDLER BERLIN LLP**  
**FEE APPLICATION FOR THE TIME PERIOD**  
**NOVEMBER 1-30, 2005**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

<b>In re:</b>	)	<b>Chapter 11</b>
	)	
<b>W.R. GRACE &amp; CO., et al.</b>	)	<b>Case No. 01-1139 (JKF)</b>
	)	
<b>Debtors.</b>	)	<b>Objection Deadline: January 30, 2006 at 4:00p.m.</b>
	)	<b>Hearing: Schedule if Necessary (Negative Notice)</b>

**COVER SHEET TO NINETEENTH MONTHLY INTERIM APPLICATION OF  
SWIDLER BERLIN LLP, BANKRUPTCY COUNSEL  
TO DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD  
NOVEMBER 1, 2005 THROUGH NOVEMBER 30, 2005**

Name of Applicant:	Swidler Berlin LLP ("Swidler")
Authorized to Provide Professional Services to:	David T. Austern, Future Claimants' Representative (the "FCR")
Date of Retention:	Swidler Retention Order entered September 27, 2004
Period for which compensation is sought:	November 1, 2005 through November 30, 2005
Amount of Compensation (100%) sought as actual, reasonable, and necessary:	\$87,644.00
80% of fees to be paid:	\$70,115.20 <sup>1</sup>
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$ 7,031.68
Total Fees @ 80% and 100% Expenses:	\$77,146.88

<sup>1</sup> Pursuant to the Administrative Order entered March 17, 2003, absent timely objections, the Debtor is authorized and directed to pay 80% of fees and 100% expenses.

This is an:     \_\_\_   interim     X   monthly     \_\_\_   final application.

The total time expended for fee application preparation during this time period is 13.30 hours and the corresponding fees are \$2,610.50 and \$826.90 in expenses for Swidler's fee applications and 4.70 hours and \$755.00 in fees and \$2,877.89 in expenses for the FCR and/or is other professional's fee applications. Any additional time spent for this matter will be requested in subsequent monthly interim applications.

This is Swidler's nineteenth interim fee application for the period November 1-30, 2005. Swidler has previously filed the following fee applications in the case this year:

- Eighteenth interim fee application for the period October 1-31, 2005 in the amount of \$30,216.00 (80% of \$37,770.00) in fees and expenses of \$2,719.36
- Seventeenth interim fee application for the period September 1-30, 2005 in the amount of \$11,134.60 (80% of \$13,918.25) in fees and expenses of \$288.43
- Sixteenth interim fee application for the period August 1-31, 2005 in the amount of \$81,593.60 (80% of \$101,992.00) in fees and expenses of \$249.19
- Fifteenth interim fee application for the period July 1-31, 2005 in the amount of \$82,748.00 (80% of \$103,435.00) in fees and expenses of \$9,524.96
- Fourteenth interim fee application for the period June 1-30, 2005 in the amount of \$81,593.60 (80% of \$101,992.00) in fees and expenses of \$249.19
- Thirteenth interim fee application for the period May 1-31, 2005 in the amount of \$53,489.60 (80% of \$66,862.00) in fees and expenses of \$852.77
- Twelfth interim fee application for the period April 1-30, 2005 in the amount of \$21,802.60 (80% of \$27,253.25) in fees, expenses of \$1,560.48
- Eleventh interim fee application for the period March 1-31, 2005 in the amount of \$67,870.00 (80% of \$84,837.50) in fees, expenses of \$4,114.49
- Tenth interim fee application for the period February 1-28, 2005 in the amount of \$92,370.80 (80% of \$115,463.50) in fees, expenses of \$2,097.16
- Ninth interim fee application for the period January 1-31, 2005 in the amount of \$50,702.60 (80% of \$63,378.25) in fees, expenses of \$7,490.31

To date, Swidler has received payments from the Debtors during this year in the following amounts:

- \$157,379.89 representing 80% of fees and expenses for November and December 2004
- \$58,642.05 representing 20% holdback on fees for the time period October through December 2004
- \$58,192.91 representing 80% of fees and 100% expenses for January 2005
- \$94,467.96 representing 80% of fees and 100% expenses for February 2005
- \$58,410.49 representing 80% of fees and 100% expenses for March 2005
- \$49,342.35 representing 20% holdback on fees for the time period January through March 2005

- \$23,363.08 representing 80% of fees and 100% expenses for April 2005
- \$54,342.37 representing 80% of fees and 100% expenses for May 2005
- \$81,842.79 representing 80% of fees and 100% expenses for June 2005
- \$39,221.45 representing 20% holdback on fees for the time period April through June 2005
- \$138,813.93 representing 80% of fees and 100% expenses July-September 2005

### COMPENSATION SUMMARY

#### NOVEMBER 2005

<u>Name of Professional Person</u>	<u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u>	<u>Hourly Billing Rate (including changes)</u>	<u>Total Billed Hours</u>	<u>Total Compensation</u>
Monique D. Almy	Partner, 9 years in position; 18 years relevant experience; 1987, Bankruptcy	\$460	7.20	\$3,312.00
Roger Frankel	Partner, 22 years in position; 34 years relevant experience; 1971, Bankruptcy	\$645	36.30	\$23,413.50
Richard H. Wyron	Partner, 16 years in position; 26 years relevant experience; 1979, Bankruptcy	\$545	60.40	\$31,773.50 <sup>2</sup>
Debra L. Felder	Associate, 3 years in position; 3 years relevant experience; 2002, Bankruptcy	\$255	82.10	\$20,935.50
Rachael M. Barainca	Legal Assistant	\$100	30.90	\$3,090.00
Stephen Cruzado	Legal Assistant	\$165	5.50	\$907.50
Debra O. Fullem	Senior Legal Assistant	\$195	21.60	\$4,212.00
<b>Total</b>			<b>244.00</b>	<b>\$87,644.00</b>
<b>Blended Rate: \$359.19</b>				

<sup>2</sup> This amount reflects a reduction of \$1,144.50 for non-working travel time.

**COMPENSATION BY PROJECT CATEGORY****NOVEMBER 2005**

<b><u>Project Category</u></b>	<b><u>Total Hours</u></b>	<b><u>Total Fees</u></b>
Case Administration	13.40	\$1,882.50
Compensation of Professionals-Swidler	13.30	\$2,610.50
Compensation of Professionals-Other	4.70	\$755.00
Litigation	192.20	\$77,191.50
Retention of Professionals-Swidler	9.70	\$2,085.50
Retention of Professionals-Other	6.50	\$1,974.50
Travel Time (Non-Working)	4.20	\$1,144.50
<b>TOTAL</b>	<b>244.00</b>	<b>\$87,644.00</b>

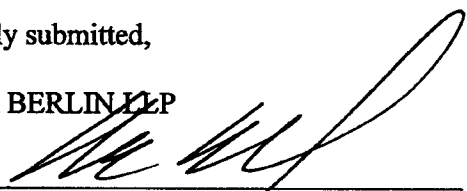
**EXPENSE SUMMARY****NOVEMBER 2005**

<b><u>Expense Category</u></b>	<b><u>Total</u></b>
Photocopying/Printing	\$5,140.95
Postage/Federal Express/Courier Fees	\$716.83
Phone	\$3.40
Secretarial Services	\$48.00
Travel	\$1,122.50
<b>TOTAL</b>	<b>\$7,031.68</b>

Respectfully submitted,

SWIDLER BERLIN LLP

Dated: January 10, 2006

By:   
 Roger Frankel, admitted *pro hac vice*  
 Richard H. Wyron, admitted *pro hac vice*  
 3000 K Street, NW, Suite 300  
 Washington, DC 20007  
 (202) 424-7500  
 Counsel to David T. Austern,  
 As Future Claimants' Representative

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.

Debtors.

Chapter 11

Case No. 01-1139 (JKF)

VERIFICATION

DISTRICT OF COLUMBIA, TO WIT:

Roger Frankel, after being duly sworn according to law, deposes and says:

1. I am a partner of the applicant law firm Swidler Berlin LLP ("Swidler") and have been admitted *pro hac vice* to appear in these cases.

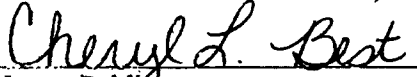
2. I have personally performed many of the legal services rendered by Swidler as counsel to David T. Austern as Future Claimants' Representative ("FCR") and am familiar with the other work performed on behalf of the FCR by the lawyers, legal assistants, and other professionals of Swidler as set forth in the invoices attached as Exhibit A hereto.

3. I have reviewed the Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I have reviewed the requirements of Local Rule 2016-2 and the Administrative Order as Amended dated April 17, 2002, and I believe the Application to be in compliance therewith.

  
Roger Frankel

SWORN AND SUBSCRIBED TO BEFORE ME

THIS 10<sup>th</sup> DAY OF JANUARY, 2006

  
Notary Public

My commission expires: 11-14-10

CHERYL L. BEST  
NOTARY PUBLIC  
District of Columbia  
My Commission Expires November 14, 2010

**EXHIBIT A**  
**SWIDLER BERLIN LLP**  
**INVOICES TO THE**  
**NOVEMBER 2005 FEE APPLICATION**

**SWIDLER BERLIN LLP**FEDERAL IDENTIFICATION  
No. 13-2679676WASHINGTON, DC OFFICE  
THE WASHINGTON HARBOUR  
3000 K STREET, NW, SUITE 300  
WASHINGTON, D.C. 20007-5116  
TELEPHONE (202) 424-7500  
FACSIMILE (202) 424-7647NEW YORK OFFICE  
THE CHRYSLER BUILDING  
405 LEXINGTON AVENUE  
NEW YORK, NY 10174  
TELEPHONE (212) 973-0111  
FACSIMILE (212) 891-9598David Austern, FCR (for W.R. Grace & Co.)  
c/o CRMC  
3110 Fairview Park Drive  
Suite 200  
Falls Church, VA 22042-0683

CLIENT/CASE: 25369.0001

INVOICE DATE: 12/20/05  
INVOICE NUMBER: 296369

RE: Case Administration

FOR PROFESSIONAL SERVICES RENDERED THROUGH NOVEMBER, 2005

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/01/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
11/01/05	Rachael M. Barainca	Search docket for Estimator filing for D. Felder.	0.80
11/01/05	Rachael M. Barainca	Update pleadings binders.	0.80
11/02/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.30
11/02/05	Rachael M. Barainca	Update pleadings binders.	1.50
11/03/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
11/03/05	Debra L. Felder	Review docket and pleadings and update calendar of hearings and deadlines.	0.70
11/04/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
11/07/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
11/07/05	Debra L. Felder	Review docket and recently filed pleadings (.6); update calendar of hearings and deadlines (.3).	0.90



## SWIDLER BERLIN LLP

David Austern, FCR (for W.R. Grace & Co.)  
 12/20/05  
 Page 2

CLIENT: 25369  
 MATTER: .0001  
 INVOICE: 296369

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/09/05	Debra L. Felder	Review agenda for omnibus hearing on November 14, 2005.	0.10
11/09/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
11/10/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.10
11/14/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
11/15/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.30
11/15/05	Debra L. Felder	Review recently filed pleadings and update calendar of hearings and deadlines.	0.30
11/16/05	Debra L. Felder	Review recently filed pleadings and update calendar of hearings and deadlines.	0.50
11/16/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
11/17/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.10
11/18/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.10
11/21/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
11/22/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
11/23/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
11/23/05	Rachael M. Barainca	Update pleadings binder.	0.90
11/23/05	Debra L. Felder	Review docket and update calendar of hearings and deadlines.	0.30
11/28/05	Debra L. Felder	Review docket and update calendar of hearings and deadlines.	0.20
11/28/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20

## SWIDLER BERLIN LLP

David Austern, FCR (for W.R. Grace & Co.)  
 12/20/05  
 Page 3

CLIENT: 25369  
 MATTER: .0001  
 INVOICE: 296369

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/29/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
11/29/05	Rachael M. Barainca	Update pleadings binder.	1.60
11/29/05	Debra L. Felder	Review recently filed pleadings and update calendar of hearings and deadlines.	0.40
11/30/05	Debra L. Felder	Review certificate of counsel regarding revised omnibus hearing times.	0.10
11/30/05	Rachael M. Barainca	Review Court docket; download documents and distribute.	0.20
11/30/05	Rachael M. Barainca	Update pleadings binder.	0.80

SERVICES PERFORMED BY:	RATE	HOURS	AMOUNT
Debra L. Felder	\$255.00	3.50	\$892.50
Rachael M. Barainca	\$100.00	9.90	\$990.00
<b>TOTAL HOURS &amp; FEES</b>		<b>13.40</b>	<b>\$1,882.50</b>

OTHER CHARGES	AMOUNT
Photocopy & Printing	36.30
Telephone	2.56
<b>TOTAL OTHER CHARGES</b>	<b>\$38.86</b>

**CURRENT INVOICE DUE.....\$1,921.36**

# SWIDLER BERLIN LLP

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David Austern, FCR (for W.R. Grace & Co.)  
c/o CRMC  
3110 Fairview Park Drive  
Suite 200  
Falls Church, VA 22042-0683

OUR REFERENCE: 25369.0001

INVOICE DATE: 12/20/05  
INVOICE NUMBER: 296369

## INVOICE SUMMARY

TOTAL FEES.....\$1,882.50  
TOTAL OTHER CHARGES.....\$38.86  
TOTAL AMOUNT DUE .....\$1,921.36

### REMITTANCE INFORMATION:

#### U.S. Mail:

Swidler Berlin LLP  
Attn: Accounting Department  
P.O. Box 3766  
Washington, DC 20027-3766

#### U.S. Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC  
Account Title: Swidler Berlin LLP  
Account No.: 2000024531692  
ABA Routing No.: 054001220

#### International Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC  
Account Title: Swidler Berlin LLP  
Account No.: 2000024531692  
Swift Code: PNBPU333  
CHIPS: 0509  
ABA Routing No.: 026005092

Please Note Our Reference and Invoice Numbers When Making Payment

**SWIDLER BERLIN LLP**FEDERAL IDENTIFICATION  
No. 13-2679676WASHINGTON, DC OFFICE  
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FACSIMILE (212) 891-9598David Austern, FCR (for W.R. Grace & Co.)  
c/o CRMC  
3110 Fairview Park Drive  
Suite 200  
Falls Church, VA 22042-0683

CLIENT/CASE: 25369.0011

INVOICE DATE: 12/20/05  
INVOICE NUMBER: 296373

RE: Compensation of Professionals--Swidler

FOR PROFESSIONAL SERVICES RENDERED THROUGH NOVEMBER, 2005

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/07/05	Debra O. Fullem	Review and respond to e-mail from R. Malstrom re status of payments to be received.	0.10
11/08/05	Debra O. Fullem	Prepare update to fee summaries and provide to R. Malstrom.	0.20
11/08/05	Debra O. Fullem	Review docket for status of fee applications filed, objection deadlines, hearings.	0.10
11/09/05	Richard H. Wyron	Review October pre-bill.	0.40
11/10/05	Debra O. Fullem	Telephone call from S. Bossay at fee auditor's office regarding status of quarterly filings by SB, FCR, and other professionals; review docket; update S. Bossay regarding status.	0.50
11/10/05	Debra O. Fullem	Prepare fifth quarterly filing for Swidler.	1.30
11/10/05	Debra O. Fullem	Review docket; prepare CNO for August fee application.	0.30
11/11/05	Debra O. Fullem	Review, revise and finalize Swidler's Fifth Quarterly and coordinate filing of same.	1.80
11/11/05	Debra O. Fullem	Review docket; prepare CNO for August fee application; coordinate filing and serving of same.	0.50

## SWIDLER BERLIN LLP

David Austern, FCR (for W.R. Grace & Co.)  
 12/20/05  
 Page 2

CLIENT: 25369  
 MATTER: 0011  
 INVOICE: 296373

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/11/05	Richard H. Wyron	Review fee application drafts and follow-up with D. Fullem.	0.30
11/15/05	Debra O. Fullem	Telephone call from S. Bossay; prepare e-mail to S. Bossay attaching fifth quarterly fee application for the period.	0.30
11/18/05	Debra O. Fullem	Prepare CNO for September fee application; coordinate filing and serving of same.	0.30
11/18/05	Debra O. Fullem	Update R. Wyron regarding overall status of fee application filings, CNOs, timing of payments, etc.	0.10
11/18/05	Debra O. Fullem	Confer with R. Barainca regarding seventh quarterly filing; follow up questions on same.	0.50
11/18/05	Rachael M. Barainca	Prepare Sixth Quarterly Interim Fee Application for Swidler Berlin LLP.	2.40
11/21/05	Debra O. Fullem	Confer with R. Barainca re status of Swidler's quarterly for period for July-September.	0.20
11/21/05	Debra O. Fullem	Review R. Wyron chart of likely receipts in 2005; prepare e-mail to R. Wyron with comments to same.	0.20
11/21/05	Debra O. Fullem	Review October prebills.	0.30
11/21/05	Debra O. Fullem	Confer with R. Wyron; prepare e-mail to S. Bossay regarding Fifth Quarterly Fee Application.	0.20
11/22/05	Debra O. Fullem	Follow up with P. Reyes regarding status of October prebills and corrections to be made thereto.	0.10
11/23/05	Debra O. Fullem	Review CNOs for period August and September and send same to J. Port at Grace requesting payment.	0.40
11/28/05	Debra O. Fullem	Review and update fee summary spreadsheet.	0.50
11/28/05	Debra O. Fullem	Review e-mail from R. Wyron with examiner's report; review examiner's report with professionals' fees and expenses to confirm all correct; respond to e-mail from R. Wyron.	0.50
11/29/05	Debra O. Fullem	Organize and assemble fee application files.	1.00

## SWIDLER BERLIN LLP

David Austern, FCR (for W.R. Grace & Co.)  
 12/20/05  
 Page 3

CLIENT: 25369  
 MATTER: 0011  
 INVOICE: 296373

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/29/05	Debra O. Fullem	Prepare Certificate of No Objection for September fee application; coordinate filing and serving of same; prepare e-mail to D. Bakoussis at CE with copy of CNO and requesting payment on same.	0.60
11/29/05	Debra O. Fullem	Follow up e-mail to J. Port at Grace regarding Certificates of No Objection filed on July-September fee applications.	0.20
SERVICES PERFORMED BY:		RATE	HOURS
Richard H. Wyron		\$545.00	0.70
Rachael M. Barainca		\$100.00	2.40
Debra O. Fullem		\$195.00	10.20
<b>TOTAL HOURS &amp; FEES</b>			<b>13.30</b>
			<b>\$2,610.50</b>

OTHER CHARGES	AMOUNT
Photocopy & Printing	679.05
Telephone	0.05
Postage	15.30
DC Secretarial/Staff Overtime	48.00
Federal Express	84.50
<b>TOTAL OTHER CHARGES</b>	<b>\$826.90</b>

**CURRENT INVOICE DUE.....\$3,437.40**

# SWIDLER BERLIN LLP

FEDERAL IDENTIFICATION  
No. 13-2679676

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TELEPHONE (212) 973-0111  
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David Austern, FCR (for W.R. Grace & Co.)  
c/o CRMC  
3110 Fairview Park Drive  
Suite 200  
Falls Church, VA 22042-0683

OUR REFERENCE: 25369.0011

INVOICE DATE: 12/20/05  
INVOICE NUMBER: 296373

## INVOICE SUMMARY

TOTAL FEES.....\$2,610.50  
TOTAL OTHER CHARGES.....\$826.90  
TOTAL AMOUNT DUE .....\$3,437.40

### REMITTANCE INFORMATION:

#### U.S. Mail:

Swidler Berlin LLP  
Attn: Accounting Department  
P.O. Box 3766  
Washington, DC 20027-3766

#### U.S. Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC  
Account Title: Swidler Berlin LLP  
Account No.: 2000024531692  
ABA Routing No.: 054001220

#### International Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC  
Account Title: Swidler Berlin LLP  
Account No.: 2000024531692  
Swift Code: PNBPU33  
CHIPS: 0509  
ABA Routing No.: 026005092

Please Note Our Reference and Invoice Numbers When Making Payment

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FACSIMILE (212) 891-9598David Austern, FCR (for W.R. Grace & Co.)  
c/o CRMC  
3110 Fairview Park Drive  
Suite 200  
Falls Church, VA 22042-0683

CLIENT/CASE: 25369.0012

INVOICE DATE: 12/20/05  
INVOICE NUMBER: 296374

RE: Compensation of Professionals--Other

FOR PROFESSIONAL SERVICES RENDERED THROUGH NOVEMBER, 2005

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/07/05	Debra O. Fullem	Prepare e-mail to G. Poirier at Tillinghast along with Grace administrative order; sample fee applications for review to prepare same for Tillinghast; and memos prepared regarding fee auditor objections and issues with fee applications.	0.80
11/08/05	Debra O. Fullem	Review and revise notice and pleadings regarding objection deadlines for CIBC August and September fee applications; coordinate filing and serving of same.	0.50
11/10/05	Debra O. Fullem	Prepare fifth quarterly filing for D. Austern.	1.00
11/14/05	Debra O. Fullem	Review and respond to e-mail from R. Chatterjee at CIBC regarding filing of quarterly fee application.	0.10
11/15/05	Debra O. Fullem	Prepare CIBC's quarterly fee application for July-September for filing and service.	0.60
11/18/05	Rachael M. Barainca	Meet with D. Fullem in regard to the quarterlies.	0.40
11/21/05	Rachael M. Barainca	Update memo regarding Fee Auditor's reports.	1.30



## SWIDLER BERLIN LLP

David Austern, FCR (for W.R. Grace & Co.)  
12/20/05  
Page 2

CLIENT: 25369  
MATTER: 0012  
INVOICE: 296374

SERVICES PERFORMED BY:	RATE	HOURS	AMOUNT
Rachael M. Barainca	\$100.00	1.70	\$170.00
Debra O. Fullem	\$195.00	3.00	\$585.00
<b>TOTAL HOURS &amp; FEES</b>		<b>4.70</b>	<b>\$755.00</b>

OTHER CHARGES	AMOUNT
Photocopy & Printing	2,577.45
Telephone	0.49
Postage	177.63
Federal Express	122.32
<b>TOTAL OTHER CHARGES</b>	<b>\$2,877.89</b>

**CURRENT INVOICE DUE.....\$3,632.89**

# SWIDLER BERLIN LLP

FEDERAL IDENTIFICATION  
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3000 K STREET, NW, SUITE 300  
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David Austern, FCR (for W.R. Grace & Co.)  
c/o CRMC  
3110 Fairview Park Drive  
Suite 200  
Falls Church, VA 22042-0683

OUR REFERENCE: 25369.0012

INVOICE DATE: 12/20/05  
INVOICE NUMBER: 296374

## INVOICE SUMMARY

TOTAL FEES.....\$755.00  
TOTAL OTHER CHARGES.....\$2,877.89  
TOTAL AMOUNT DUE.....\$3,632.89

### REMITTANCE INFORMATION:

#### U.S. Mail:

Swidler Berlin LLP  
Attn: Accounting Department  
P.O. Box 3766  
Washington, DC 20027-3766

#### U.S. Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC  
Account Title: Swidler Berlin LLP  
Account No.: 2000024531692  
ABA Routing No.: 054001220

#### International Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC  
Account Title: Swidler Berlin LLP  
Account No.: 2000024531692  
Swift Code: PNBPU33  
CHIPS: 0509  
ABA Routing No.: 026005092

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**SWIDLER BERLIN LLP**FEDERAL IDENTIFICATION  
No. 13-2679676WASHINGTON, DC OFFICE  
THE WASHINGTON HARBOUR  
3000 K STREET, NW, SUITE 300  
WASHINGTON, D.C. 20007-5116  
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FACSIMILE (202) 424-7647NEW YORK OFFICE  
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FACSIMILE (212) 891-9598David Austern, FCR (for W.R. Grace & Co.)  
c/o CRMC  
3110 Fairview Park Drive  
Suite 200  
Falls Church, VA 22042-0683

CLIENT/CASE: 25369.0007

INVOICE DATE: 12/20/05  
INVOICE NUMBER: 296370

RE: Litigation

FOR PROFESSIONAL SERVICES RENDERED THROUGH NOVEMBER, 2005

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/01/05	Richard H. Wyron	Review information for Tillinghast meeting and outline discussion points (1.3); meet with Tillinghast and follow-up notes (3.1); follow-up on ZAI call and e-mail to D. Austern regarding same (.3); review revised draft 2019 orders and provide comments (.3); review Grace 8-K and earnings report, and e-mails regarding same (.6).	5.60
11/01/05	Debra L. Felder	Conference with R. Frankel, R. Wyron, J. Biggs and G. Poirier regarding estimation proceeding (2.5); review W.R. Grace docket and pleadings regarding experts (1.0); conference with R. Wyron and D. Fullem regarding same (.5).	4.00
11/01/05	Monique D. Almy	Review Order (Bench Filed) For the Withdrawal and Expungement of 1495 Asbestos Property Damage Claims.	0.10
11/01/05	Roger L. Frankel	Confer with R. Wyron; review file in preparation for meeting (.3); conference with D. Austern prior to J. Biggs meeting (.5).	0.80
11/01/05	Roger L. Frankel	Draft agenda in preparation for meeting with J. Biggs.	1.20

## SWIDLER BERLIN LLP

David Austern, FCR (for W.R. Grace & Co.)  
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CLIENT: 25369  
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DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/01/05	Roger L. Frankel	Confer with J. Biggs, G. Poirier, R. Wyron and D. Austern re claims issues, case status, futures study; notes re same.	2.70
11/01/05	Roger L. Frankel	Review e-mails re order on insurer note in estimation proceedings.	0.30
11/01/05	Roger L. Frankel	Confer with R. Wyron re meeting with J. Biggs, et al.; further notes.	0.40
11/01/05	Roger L. Frankel	Review various pleadings re New Jersey action; plaintiffs' firm's opposition to bar date motion.	1.60
11/02/05	Roger L. Frankel	Review pleadings re PD estimation proceeding.	0.70
11/02/05	Debra O. Fullem	Review and reply to e-mail from R. Chatterjee at CIBC regarding question on August hearing transcript.	0.10
11/02/05	Richard H. Wyron	Call with J. Baer and R. Horkovich and follow-up (.3); draft and revise provision for order based upon call (.4); review e-mails regarding discovery between N. Finch and B. Harding (.4).	1.10
11/03/05	Roger L. Frankel	Review proposed Order; consider issues re insurer neutrality in estimation proceedings.	0.70
11/03/05	Richard H. Wyron	Work on insurer 2019 order; review e-mails and revised draft.	0.50
11/04/05	Richard H. Wyron	Review changes to insurer 2019 order (.3); call with J. Baer and R. Horkovich and follow-up notes (.7); draft and revise insert for order and circulate (.6).	1.60
11/04/05	Roger L. Frankel	Review insurers order re estimation process and neutrality; confer with R. Wyron re same; e-mails re same.	0.50
11/05/05	Roger L. Frankel	Review 10-Q, description of asbestos liability, litigation.	0.60
11/06/05	Richard H. Wyron	Review revised 2019 order from J. Baer (.2); review e-mails regarding status of negotiations with insurers (.2).	0.40
11/07/05	Monique D. Almy	Review Motion of the PI Committee for (1) Clarification, or (2) Alternatively, for Modification, of PI Estimation Case Management Order for the Estimation of Personal Injury Liabilities.	0.50

## SWIDLER BERLIN LLP

David Austern, FCR (for W.R. Grace & Co.)  
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CLIENT: 25369  
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DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/07/05	Monique D. Almy	Review Objection to Debtors' Application to Employ for Limited Purpose Bear, Stearns & Co., Inc. as Financial Advisor.	0.30
11/07/05	Monique D. Almy	Review Debtor-In-Possession Monthly Operating Report for Filing Period September 1, 2005 through September 30, 2005	0.40
11/07/05	Roger L. Frankel	Review time records of D. Siegel, e-mail re same.	0.20
11/07/05	Roger L. Frankel	Confer with R. Wyron re estimation process, discovery.	0.40
11/07/05	Richard H. Wyron	Review dockets and scheduling (.6); confer with R. Frankel regarding strategy (.4); review discovery for 11/8 call (.8); review revisions to Rule 2019 order and provide comments (.4).	2.20
11/08/05	Richard H. Wyron	Participate in most of ZAI conference call, and follow-up discussion with R. Frankel (.9); several calls with M. Hurford and call with N. Finch regarding discovery, and follow-up call with Debtors' counsel (1.3); call with Debtors regarding discovery (.7); confer with R. Frankel, and follow-up notes (.6); review deposition notices and call with M. Hurford regarding same (.3).	3.80
11/08/05	Roger L. Frankel	Telephone conference with J. Fitzgerald re ZAI issues (.6); notes re same (.2); confer with R. Wyron re same (.1).	0.90
11/08/05	Roger L. Frankel	Telephone conference with B. Harding, N. Finch, R. Wyron re PI estimation discovery.	1.10
11/08/05	Roger L. Frankel	Telephone conference with N. Finch, R. Wyron re PI estimation proceeding, allocation, staffing.	0.80
11/08/05	Roger L. Frankel	Review discovery (interrogatories and RFP) propounded by ACC.	0.80
11/08/05	Roger L. Frankel	Review agenda for November 14th hearing, related papers.	0.40
11/09/05	Roger L. Frankel	Telephone conference with D. Austern re case issues, ZAI.	0.30
11/09/05	Rachael M. Barainca	Locate Sealed Air Deposition for D. Felder.	0.10
11/09/05	Richard H. Wyron	Begin review of Sealed Air depositions.	1.10

## SWIDLER BERLIN LLP

David Austern, FCR (for W.R. Grace & Co.)  
 12/20/05  
 Page 4

CLIENT: 25369  
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DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/09/05	Debra L. Felder	Review Sealed Air deposition transcripts and conference with R. Barainca regarding same (1.2); draft disclosure of categories of expert witnesses and review Owens Corning and Federal-Mogul dockets regarding same (1.2).	2.40
11/09/05	Monique D. Almy	Review Sealed Air list of depositions for upcoming discovery/discuss.	0.30
11/09/05	Monique D. Almy	Review Order Clarifying the PI Case Management Order.	0.20
11/10/05	Debra L. Felder	Review Debtors' eighth motion to extend exclusive periods, business reports and related pleadings and transcripts (3.5); conference with R. Wyron regarding same (.5).	4.00
11/10/05	Debra L. Felder	Revise designation of categories of expert witnesses (.4); review notes from meeting with J. Biggs and e-mail to R. Wyron regarding same (.3).	0.70
11/10/05	Richard H. Wyron	Review pleadings and prepare for 11/14 hearing (1.8); confer with D. Felder and and review and revise categories of experts pleading (.7).	2.50
11/10/05	Roger L. Frankel	Review C&D draft order re discovery mediator.	0.30
11/11/05	Richard H. Wyron	Review materials from J. Biggs (.7); follow-up on missing items (.2).	0.90
11/11/05	Debra L. Felder	Review dockets in Federal-Mogul, Babcock & Wilcox and U.S. Minerals regarding termination of exclusivity.	1.00
11/13/05	Roger L. Frankel	Review Certain Insurers objection to COC re 2019 statements.	0.50
11/14/05	Roger L. Frankel	Review draft FCR designated categories of experts; review ACC draft re same; further changes re designation.	0.60
11/14/05	Roger L. Frankel	Review materials from J. Biggs re prior testimony and public statements, etc.	1.40
11/14/05	Debra L. Felder	Telephone conference with R. Frankel and R. Wyron regarding designation of categories of expert witnesses (.2); revise and finalize same (.9); review designation filed by PI Committee (.3).	1.40
11/14/05	Debra L. Felder	Review docket regarding Babcock & Wilcox and e-mail to J. Radecki regarding same.	0.20

## SWIDLER BERLIN LLP

David Austern, FCR (for W.R. Grace & Co.)  
 12/20/05  
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CLIENT: 25369  
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DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/14/05	Richard H. Wyron	Review PD-related materials for hearing (.6); attend omnibus hearing (4.7); review and revise FCR's proposed expert categories designations for PI estimation hearing (.4); review draft of ACC's proposed designations and e-mails regarding same (.3).	6.00
11/14/05	Stephen Cruzado	Office conference with D. Felder re depositions to be uploaded onto Summation (.6); telephone conference with vendor re converting PDF files into text files (.7); attempt to load depositions onto Summation (2.2).	3.50
11/14/05	Rachael M. Barainca	Meet with D. Felder in regard to Sealed Air Deposition Transcripts.	0.20
11/14/05	Rachael M. Barainca	Review Sealed Air deposition.	1.20
11/14/05	Monique D. Almy	Attend Omnibus Hearing telephonically.	2.70
11/14/05	Monique D. Almy	Attend Omnibus Hearing (continued) telephonically.	1.30
11/14/05	Monique D. Almy	Attend further continuance of telephonic Omnibus Hearing.	1.00
11/14/05	Monique D. Almy	Review Motion to Extend Time For an Order Pursuant to 11 U.S.C. Section 1121(d) Extending Debtors' Exclusive Periods In Which To File a Chapter 11 Plan and To Solicit Votes Thereon.	0.40
11/15/05	Rachael M. Barainca	Review Sealed Air deposition.	2.10
11/15/05	Richard H. Wyron	Review exclusivity motion and follow-up with R. Frankel (.7); work on timeline and argument (.6).	1.30
11/15/05	Debra L. Felder	Telephone conference with R. Wyron regarding objection to exclusivity (.1); review Debtors' ninth motion to extend exclusivity (.5); e-mails to R. Frankel and R. Wyron regarding same (.2); review hearing transcripts in preparation for drafting objection to exclusivity (2.4); draft objection to exclusivity (7.8); draft notice of deposition (.4).	11.40
11/15/05	Debra L. Felder	Review Sealed Air depositions and biographies, and conferences with R. Barainca regarding same.	1.00
11/15/05	Roger L. Frankel	Review detailed entries re agenda for November 21 hearing.	0.40

## SWIDLER BERLIN LLP

David Austern, FCR (for W.R. Grace & Co.)  
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 Page 6

CLIENT: 25369  
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DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/15/05	Roger L. Frankel	Review Debtors' categories of expert testimony and notes re same.	0.40
11/15/05	Roger L. Frankel	Series of e-mails re discovery and exclusivity (.5); confer with R. Wyron re hearing issues (.3).	0.80
11/16/05	Debra L. Felder	Conference with R. Barainca regarding timeline of plan discussions and review and revise same (1.0); continue drafting objection to ninth motion to extend exclusivity (10.5); revise notice of deposition (.2).	11.70
11/16/05	Richard H. Wyron	Review e-mails on various discovery and deposition issues, and respond.	0.60
11/16/05	Rachael M. Barainca	Meet with D. Felder regarding Exclusivity Timeline.	0.50
11/16/05	Rachael M. Barainca	Edit Exclusivity Timeline.	1.50
11/17/05	Rachael M. Barainca	Meet with D. Felder in regard to searching for Plans of Reorganization that were filed after the exclusivity was denied in different cases.	0.20
11/17/05	Rachael M. Barainca	Create list of Plans of Reorganization that were filed in Federal-Mogul, Babcock & Wilcox, and U.S. Minerals after the exclusivity was denied.	1.80
11/17/05	Rachael M. Barainca	Edit summary of Sealed Air deponents.	1.30
11/17/05	Richard H. Wyron	Review Debtors' responses to PI Committee's discovery (.9); review materials for J. Flynn deposition (.6); attend J. Flynn deposition (2.8); review materials produced at J. Flynn deposition (1.1); confer with various parties on discovery issues and follow-up notes (.8); review and revise draft notice of deposition (.3); review draft exclusivity response (.6).	7.10
11/17/05	Debra L. Felder	Review application to employ Casner Edwards (.1); review Sealed Air depositions (.3).	0.40
11/17/05	Debra L. Felder	Conference with R. Barainca regarding timeline of plan discussions and docket review.	0.20
11/18/05	Debra L. Felder	Telephone conference with R. Wyron regarding objection to exclusivity (.2); review same (1.5); review hearing transcripts from February, March and May, 2004 and January 2005 (2.8).	4.50



## SWIDLER BERLIN LLP

David Austern, FCR (for W.R. Grace & Co.)  
 12/20/05  
 Page 7

CLIENT: 25369  
 MATTER: .0007  
 INVOICE: 296370

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/18/05	Rachael M. Barainca	Begin review of Stallard deposition.	0.20
11/18/05	Stephen Cruzado	Upload depositions onto Summation and office conference with D. Felder re same.	2.00
11/18/05	Richard H. Wyron	Review revised draft of objection to exclusivity and provide comments (.8); review draft Radecki declaration (.5).	1.30
11/19/05	Roger L. Frankel	Review series of e-mails re discovery, litigation, dockets.	0.40
11/20/05	Richard H. Wyron	Review draft of objection to exclusivity (.4); review draft J. Radecki declaration (.3).	0.70
11/21/05	Roger L. Frankel	Review issues and e-mails re litigation (.4); confer with R. Wyron re status and strategy (.5).	0.90
11/21/05	Richard H. Wyron	Review materials for November 22 discovery meeting (.6); begin review of depositions for November 28 meeting (1.2).	1.80
11/22/05	Richard H. Wyron	Review materials for discovery conference (1.2); participate in discovery conference at Kirkland & Ellis; follow-up notes re same (2.3); confer with R. Frankel; notes re same (.3); review supplemental designation of experts (.4).	4.20
11/22/05	Roger L. Frankel	Review escrow agreement for Everest (.6); telephone conference with D. Austern re approval of same (.2).	0.80
11/22/05	Roger L. Frankel	Review draft objection to extend exclusivity period (2.1); confer with D. Felder re same. (.4).	2.50
11/22/05	Roger L. Frankel	Confer with R. Wyron re discovery meeting, strategy and discovery issues.	0.50
11/22/05	Rachael M. Barainca	Assist D. Felder in retrieving document for exclusivity issue.	0.20
11/22/05	Debra L. Felder	Review categories of expert witnesses filed by the Debtors, PI, PD, the Equity Committee and the Unsecured Creditors Committee (.6); draft FCR's supplemental designation of categories of expert witnesses (.3); draft document request to Debtors regarding estimation (1.8).	2.70

## SWIDLER BERLIN LLP

David Austern, FCR (for W.R. Grace & Co.)  
 12/20/05  
 Page 8

CLIENT: 25369  
 MATTER: 0007  
 INVOICE: 296370

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/22/05	Debra L. Felder	Begin drafting D. Austern declaration in support of objection to exclusivity motion (1.0); conference with R. Frankel regarding same (.3).	1.30
11/23/05	Debra L. Felder	Conference with R. Barainca regarding Sealed Air deposition transcripts and exhibits (.2); begin reviewing deposition transcript of D. Siegel (1.5).	1.70
11/24/05	Roger L. Frankel	Review, revise draft affidavit of D. Austern, exhibit in connection with opposition to exclusivity.	0.90
11/25/05	Roger L. Frankel	Review materials re Dupont royalty payoff.	0.50
11/25/05	Roger L. Frankel	Series of e-mails re exclusivity issues, review arguments.	0.90
11/25/05	Richard H. Wyron	Review draft exclusivity objection and supporting declaration (1.1); e-mail to R. Frankel, D. Felder and D. Austern re same; follow-up notes (.5).	1.60
11/26/05	Debra L. Felder	Review deposition transcript of D. Siegel and prepare summary regarding same.	5.80
11/27/05	Debra L. Felder	Review deposition transcripts of J. Hughes and T. Florence and prepare summaries regarding same (6.1); revise designation of supplemental categories of expert witnesses (.2); revise objection to exclusivity (1.0).	7.30
11/27/05	Roger L. Frankel	Review issues re arguments, facts opposing exclusivity.	0.60
11/28/05	Roger L. Frankel	Review deposition summaries in preparation for meeting at C&D (.8); prepare notes re strategy issues (.9).	1.70
11/28/05	Roger L. Frankel	Confer with Messrs. Lockwood, Finch, Wyron and Ms. Felder at Caplin re estimation litigation, strategy, discovery.	4.60
11/28/05	Roger L. Frankel	Review with R. Wyron issues list re exclusivity; telephone conference with D. Austern re affidavit.	0.60
11/28/05	Debra L. Felder	Finalize designation of supplemental categories of expert witnesses (.3); conference with R. Barainca regarding same (.1); conference with P. Lockwood, N. Finch, J. Liesemer, A. VanGrack, R. Frankel and R. Wyron regarding estimation trial (4.5).	4.90
11/28/05	Debra L. Felder	Revise objection to exclusivity motion.	3.00

## SWIDLER BERLIN LLP

David Austern, FCR (for W.R. Grace & Co.)  
 12/20/05  
 Page 9

CLIENT: 25369  
 MATTER: 0007  
 INVOICE: 296370

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/28/05	Richard H. Wyron	Prepare for meeting with ACC counsel (.4); review summaries of depositions (.3); meet with ACC counsel re exclusivity and estimation (3.7); follow-up notes re issues (.4).	4.80
11/28/05	Rachael M. Barainca	Meet with D. Felder regarding Service List.	0.20
11/28/05	Rachael M. Barainca	Edit service list.	0.70
11/28/05	Rachael M. Barainca	Prepare and serve FCR's experts designations.	1.70
11/29/05	Rachael M. Barainca	Edit timeline of plan discussions.	0.50
11/29/05	Rachael M. Barainca	Print and organize expert information for D. Felder.	0.30
11/29/05	Debra L. Felder	Telephone conferences with J. Radecki regarding declaration in support of objection to exclusivity (.2); telephone conference with R. Frankel regarding same (.1).	0.30
11/29/05	Debra L. Felder	E-mail correspondence with B. Harding regarding claims database.	0.10
11/29/05	Roger L. Frankel	Review and prepare notes re J. Radecki affidavit.	0.60
11/29/05	Roger L. Frankel	Review and revise objection to extension of exclusivity.	1.70
11/30/05	Debra L. Felder	Revise objection to exclusivity (2.5); conference with R. Barainca regarding timeline of plan discussions and review same (.4); conference with R. Wyron regarding Radecki declaration (.1).	3.00
11/30/05	Debra L. Felder	Telephonic participation in conference call with Debtors and representatives from the PI and PD committee regarding estimation discovery disputes (4.7); conference with R. Wyron regarding same (.1); review letter from B. Harding regarding questionnaires (.1).	4.90
11/30/05	Richard H. Wyron	Review and revise D. Austern Declaration (2.3); confer with D. Felder (several times) re discovery and objection to exclusivity, and follow-up notes (.6); call to J. Radecki re objection to proposed transactions, and follow-up with e-mails to ACC and PD (.4).	3.30
11/30/05	Rachael M. Barainca	Edit timeline of plan discussions.	0.20
11/30/05	Rachael M. Barainca	Meet with Debra Felder to discuss edits for the timeline of plan discussions.	0.20

## SWIDLER BERLIN LLP

David Austern, FCR (for W.R. Grace & Co.)  
 12/20/05  
 Page 10

CLIENT: 25369  
 MATTER: 0007  
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SERVICES PERFORMED BY:	RATE	HOURS	AMOUNT
Monique D. Almy	\$460.00	7.20	\$3,312.00
Roger L. Frankel	\$645.00	36.00	\$23,220.00
Richard H. Wyron	\$545.00	52.40	\$28,558.00
Debra L. Felder	\$255.00	77.90	\$19,864.50
Rachael M. Barainca	\$100.00	13.10	\$1,310.00
Stephen Cruzado	\$165.00	5.50	\$907.50
Debra O. Fullem	\$195.00	0.10	\$19.50
<b>TOTAL HOURS &amp; FEES</b>		<b>192.20</b>	<b>\$77,191.50</b>

OTHER CHARGES	AMOUNT
Photocopy & Printing	1,848.15
Telephone	0.30
Postage	317.08
Travel/Airfare	888.70
Travel/Parking	18.00
Travel/Rental	132.00
Travel/Taxis	6.00
Travel/Tolls	77.80
<b>TOTAL OTHER CHARGES</b>	<b>\$3,288.03</b>

**CURRENT INVOICE DUE.....\$80,479.53**

# SWIDLER BERLIN LLP

FEDERAL IDENTIFICATION  
No. 13-2679676

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OUR REFERENCE: 25369.0007

INVOICE DATE: 12/20/05  
INVOICE NUMBER: 296370

## INVOICE SUMMARY

TOTAL FEES.....\$77,191.50  
TOTAL OTHER CHARGES.....\$3,288.03  
TOTAL AMOUNT DUE .....\$80,479.53

### REMITTANCE INFORMATION:

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Swidler Berlin LLP  
Attn: Accounting Department  
P.O. Box 3766  
Washington, DC 20027-3766

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Account Title: Swidler Berlin LLP  
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3110 Fairview Park Drive  
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Falls Church, VA 22042-0683

CLIENT/CASE: 25369.0009

INVOICE DATE: 12/20/05  
INVOICE NUMBER: 296371

RE: Retention of Professionals--Swidler

FOR PROFESSIONAL SERVICES RENDERED THROUGH NOVEMBER, 2005

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/01/05	Debra O. Fullem	Review e-mails regarding Sealed Air (.20); confer with R. Wyron regarding supplemental disclosure in Grace regarding Sealed Air (.20); prepare draft supplemental disclosure of same and provide to R. Wyron (.6); review comments (.1); prepare revised draft of same (.2).	1.30
11/01/05	Rachael M. Barainca	Compile list of new appearances entered from August 2004-Present.	0.80
11/02/05	Rachael M. Barainca	Compile list of new appearances entered from August 2004-Present.	1.50
11/03/05	Rachael M. Barainca	Complete list of new appearances entered from August 2004-Present.	1.50
11/03/05	Debra O. Fullem	Discuss with R. Barainca regarding list of parties who entered appearance in the case to be prepared from August 2004 to present.	0.20
11/14/05	Debra O. Fullem	Confer with R. Wyron re supplemental disclosure; review conflict reports and tab relevant information for R. Wyron; provide draft disclosure and conflict reports to R. Wyron for review and comment.	1.00

David Austern, FCR (for W.R. Grace & Co.)  
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 Page 2

CLIENT: 25369  
 MATTER: .0009  
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DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/20/05	Richard H. Wyron	Review and revise draft supplemental declaration providing additional disclosures (.4); review conflicts system printouts (.3).	0.70
11/21/05	Richard H. Wyron	Review disclosure issues with D. Fullem (.3); review draft language (.2).	0.50
11/21/05	Debra O. Fullem	Confer with R. Wyron regarding updates to disclosures; prepare e-mail to J. VanOver and C. Wang regarding same; prepare updates to affidavit.	0.80
11/22/05	Debra O. Fullem	Confer with R. Wyron regarding proposed supplemental disclosure of R. Frankel and edits thereto (.2); confer with R. Frankel regarding his comments/edits (.1); prepare revision to Fourth Supplemental Disclosure and provide to R. Wyron and R. Frankel for review (.5); finalize and coordinate filing and service of same (.3).	1.10
11/22/05	Roger L. Frankel	Review and finalize supplemental declaration.	0.30

SERVICES PERFORMED BY:	RATE	HOURS	AMOUNT
Roger L. Frankel	\$645.00	0.30	\$193.50
Richard H. Wyron	\$545.00	1.20	\$654.00
Rachael M. Barainca	\$100.00	3.80	\$380.00
Debra O. Fullem	\$195.00	4.40	\$858.00
<b>TOTAL HOURS &amp; FEES</b>		<b>9.70</b>	<b>\$2,085.50</b>

OTHER CHARGES	AMOUNT
<b>TOTAL OTHER CHARGES</b>	<b>\$0.00</b>

**CURRENT INVOICE DUE.....\$2,085.50**

# SWIDLER BERLIN LLP

FEDERAL IDENTIFICATION  
No. 13-2679676

WASHINGTON, DC OFFICE  
THE WASHINGTON HARBOUR  
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FACSIMILE (212) 891-9598

David Austern, FCR (for W.R. Grace & Co.)  
c/o CRMC  
3110 Fairview Park Drive  
Suite 200  
Falls Church, VA 22042-0683

OUR REFERENCE: 25369.0009

INVOICE DATE: 12/20/05  
INVOICE NUMBER: 296371

## INVOICE SUMMARY

TOTAL FEES.....\$2,085.50  
TOTAL OTHER CHARGES.....\$0.00  
TOTAL AMOUNT DUE.....\$2,085.50

### REMITTANCE INFORMATION:

#### U.S. Mail:

Swidler Berlin LLP  
Attn: Accounting Department  
P.O. Box 3766  
Washington, DC 20027-3766

#### U.S. Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC  
Account Title: Swidler Berlin LLP  
Account No.: 2000024531692  
ABA Routing No.: 054001220

#### International Electronic Funds Transfer:

Name of Bank: Wachovia Bank, N.A. Washington, DC  
Account Title: Swidler Berlin LLP  
Account No.: 2000024531692  
Swift Code: PNBPU33  
CHIPS: 0509  
ABA Routing No.: 026005092

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 3110 Fairview Park Drive  
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 Falls Church, VA 22042-0683

CLIENT/CASE: 25369.0010

INVOICE DATE: 12/20/05  
 INVOICE NUMBER: 296372

RE: Retention of Professionals--Other

FOR PROFESSIONAL SERVICES RENDERED THROUGH NOVEMBER, 2005

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/01/05	Debra O. Fullem	Confer with R. Wyron and D. Felder regarding Tillinghast and supplemental engagement letter (.4); review invoices prepared by Tillinghast (.2); review previous e-mails to Greg Poirier at Tillinghast (.3); determine information to be sent to Tillinghast (.1).	1.00
11/02/05	Debra O. Fullem	Review file and engagement letter to Tillinghast's employment application (.2); prepare draft of supplemental engagement letter with updated information per R. Wyron (.9).	1.10
11/03/05	Debra O. Fullem	Review and revise Tillinghast supplemental engagement letter and circulate to R. Wyron and D. Felder for review (.5); confer with D. Felder and R. Wyron regarding same and obtain their comments (.5); prepare revised draft and re-circulate (.3).	1.30
11/03/05	Debra L. Felder	Conference with D. Fullem regarding Tillinghast engagement agreement (.1); review same (.4).	0.50
11/06/05	Richard H. Wyron	Review and revise Tillinghast supplemental engagement letter.	0.40

## SWIDLER BERLIN LLP

David Austern, FCR (for W.R. Grace & Co.)  
 12/20/05  
 Page 2

CLIENT: 25369  
 MATTER: .0010  
 INVOICE: 296372

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/07/05	Debra L. Felder	Review supplemental engagement letter for Tillinghast (.1); e-mails to D. Fullem regarding same (.1).	0.20
11/07/05	Richard H. Wyron	Review and revise amended engagement letter for Tillinghast.	0.60
11/07/05	Debra O. Fullem	Confer with R. Wyron and D. Felder; review and revise Tillinghast engagement letter.	0.50
11/11/05	Richard H. Wyron	Review and revise amended engagement letter for Tillinghast, and draft e-mail to circulate.	0.90

SERVICES PERFORMED BY:	RATE	HOURS	AMOUNT
Richard H. Wyron	\$545.00	1.90	\$1,035.50
Debra L. Felder	\$255.00	0.70	\$178.50
Debra O. Fullem	\$195.00	3.90	\$760.50
<b>TOTAL HOURS &amp; FEES</b>		<b>6.50</b>	<b>\$1,974.50</b>

OTHER CHARGES	AMOUNT
<b>TOTAL OTHER CHARGES</b>	<b>\$0.00</b>

**CURRENT INVOICE DUE.....\$1,974.50**

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Falls Church, VA 22042-0683

OUR REFERENCE: 25369.0010

INVOICE DATE: 12/20/05  
INVOICE NUMBER: 296372

## INVOICE SUMMARY

TOTAL FEES.....\$1,974.50  
TOTAL OTHER CHARGES.....\$0.00  
TOTAL AMOUNT DUE .....\$1,974.50

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CHIPS: 0509  
ABA Routing No.: 026005092

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CLIENT/CASE: 25369.0014

INVOICE DATE: 12/20/05  
INVOICE NUMBER: 296375

RE: Travel Time (Non-Working)

FOR PROFESSIONAL SERVICES RENDERED THROUGH NOVEMBER, 2005

DATE	ATTORNEY	PROFESSIONAL SERVICES	HOURS
11/14/05	Richard H. Wyron	Travel to and from Wilmington for omnibus hearing.	2.00
11/17/05	Richard H. Wyron	Travel to and from New Jersey for deposition of J. Flynn.	2.20

SERVICES PERFORMED BY:	RATE	HOURS	AMOUNT
Richard H. Wyron	\$272.50	4.20	\$1,144.50
<b>TOTAL HOURS &amp; FEES</b>		<b>4.20</b>	<b>\$1,144.50</b>

OTHER CHARGES	AMOUNT
<b>TOTAL OTHER CHARGES</b>	<b>\$0.00</b>

**CURRENT INVOICE DUE.....\$1,144.50**

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OUR REFERENCE: 25369.0014

INVOICE DATE: 12/20/05  
INVOICE NUMBER: 296375

## INVOICE SUMMARY

TOTAL FEES.....\$1,144.50  
TOTAL OTHER CHARGES.....\$0.00  
TOTAL AMOUNT DUE .....\$1,144.50

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